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INSIDE: STARTLING DEVELOPMENTS THAT WILL
CHANGE PETER PARKER'S LIFE FOREVER!

THE
COUNTDOWN
TO SPIDER-MAN'S
30TH ANNIVERSARY
CONTINUES!

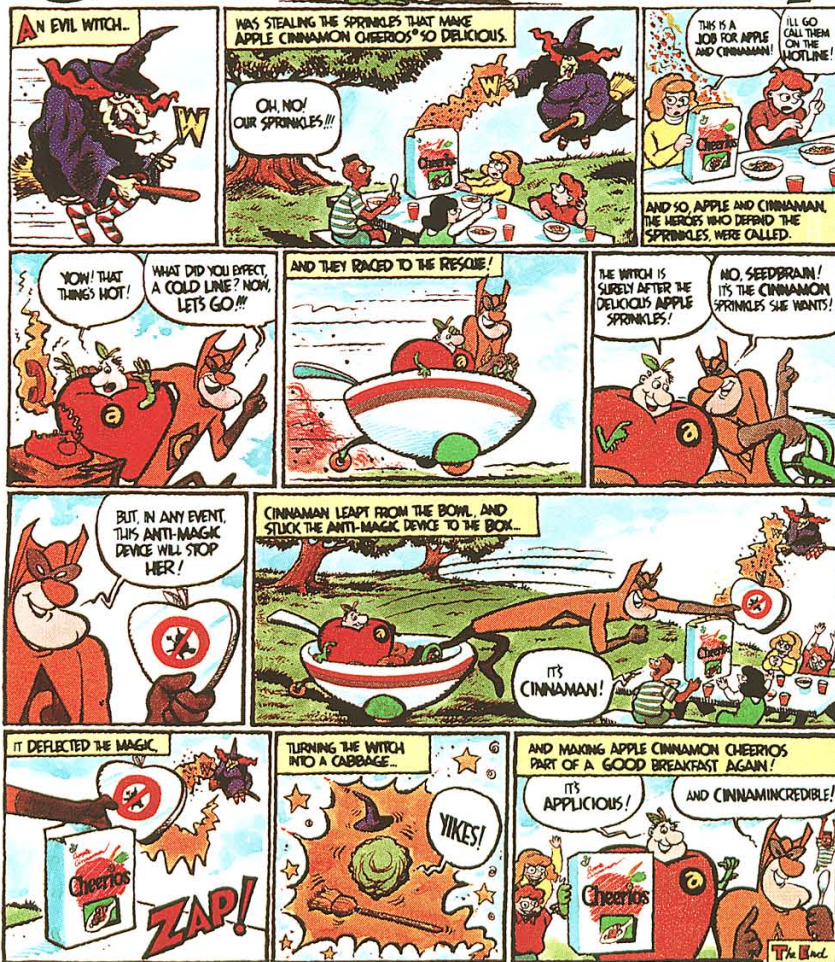
the AMAZING SPIDER-MAN

FROM
THE DEADLY FOES
OF SPIDER-MAN?
THE SHOCKER!



BAGS IN
RE

THE ADVENTURES OF APPLE AND CINNAMAN DEFENDERS OF THE SPRINKLES #2

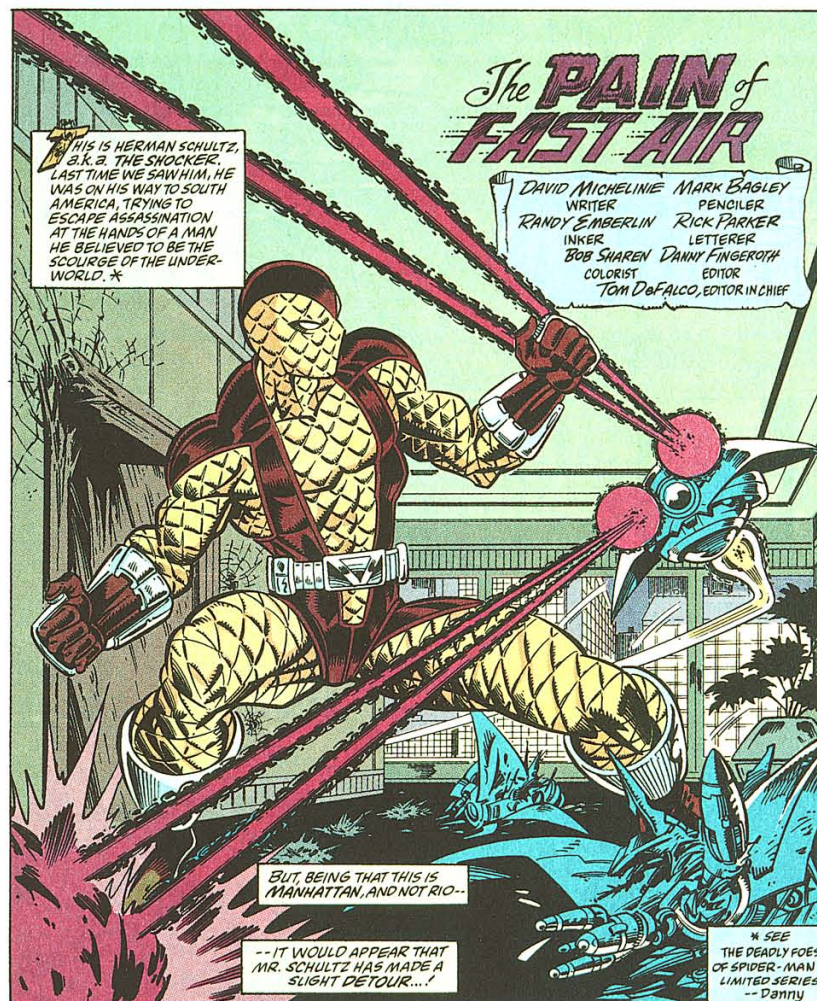


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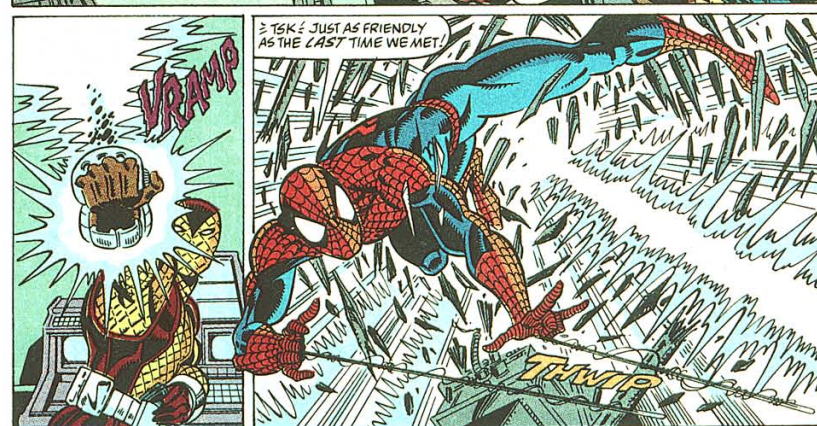
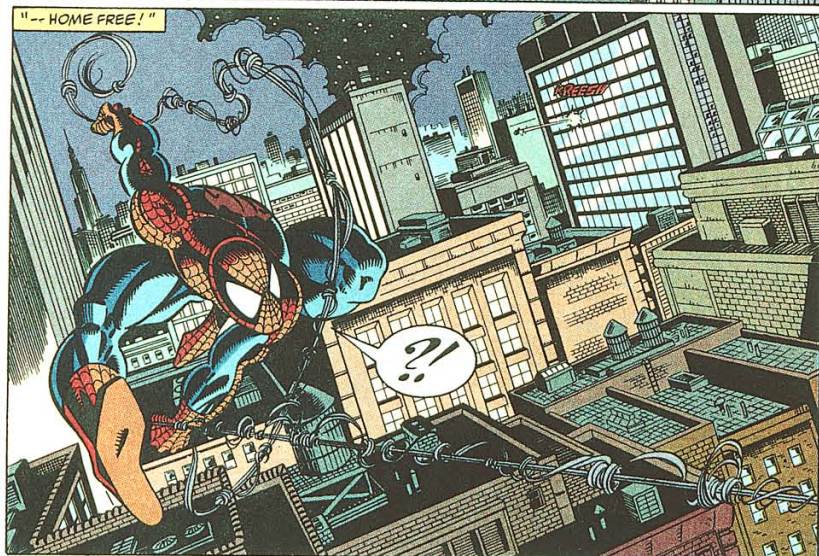
BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE!

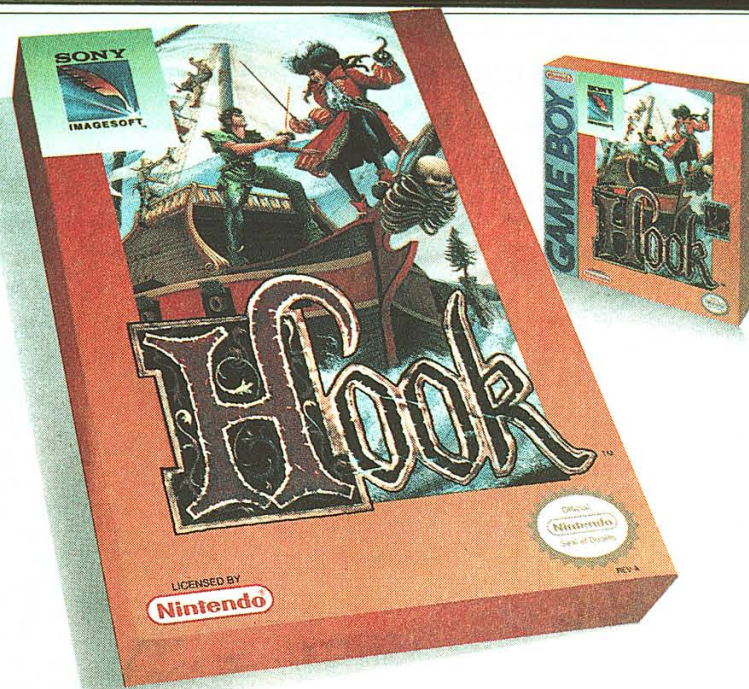
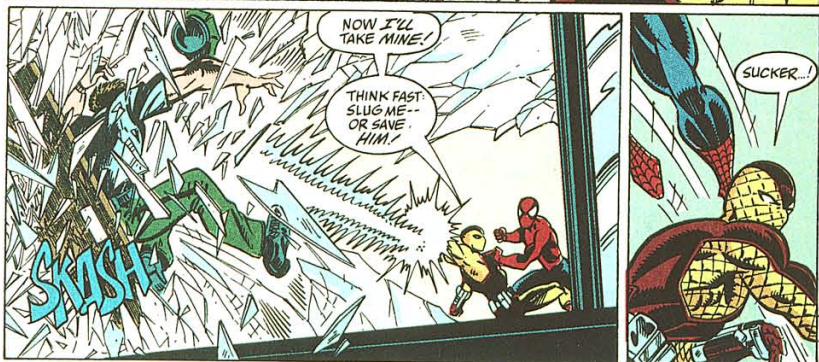
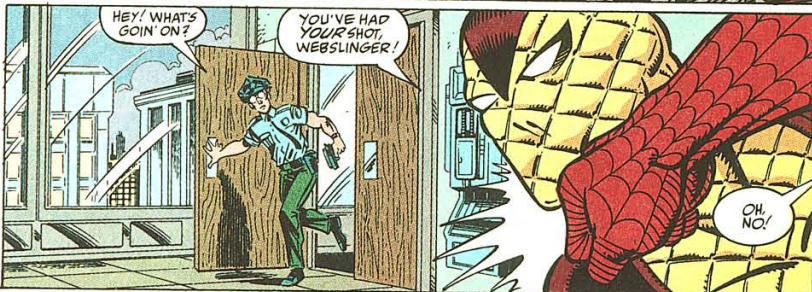
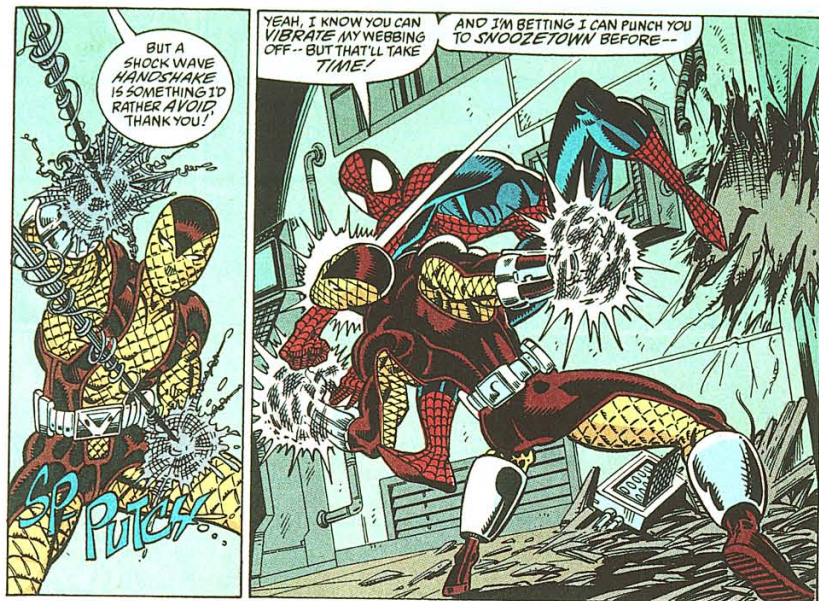
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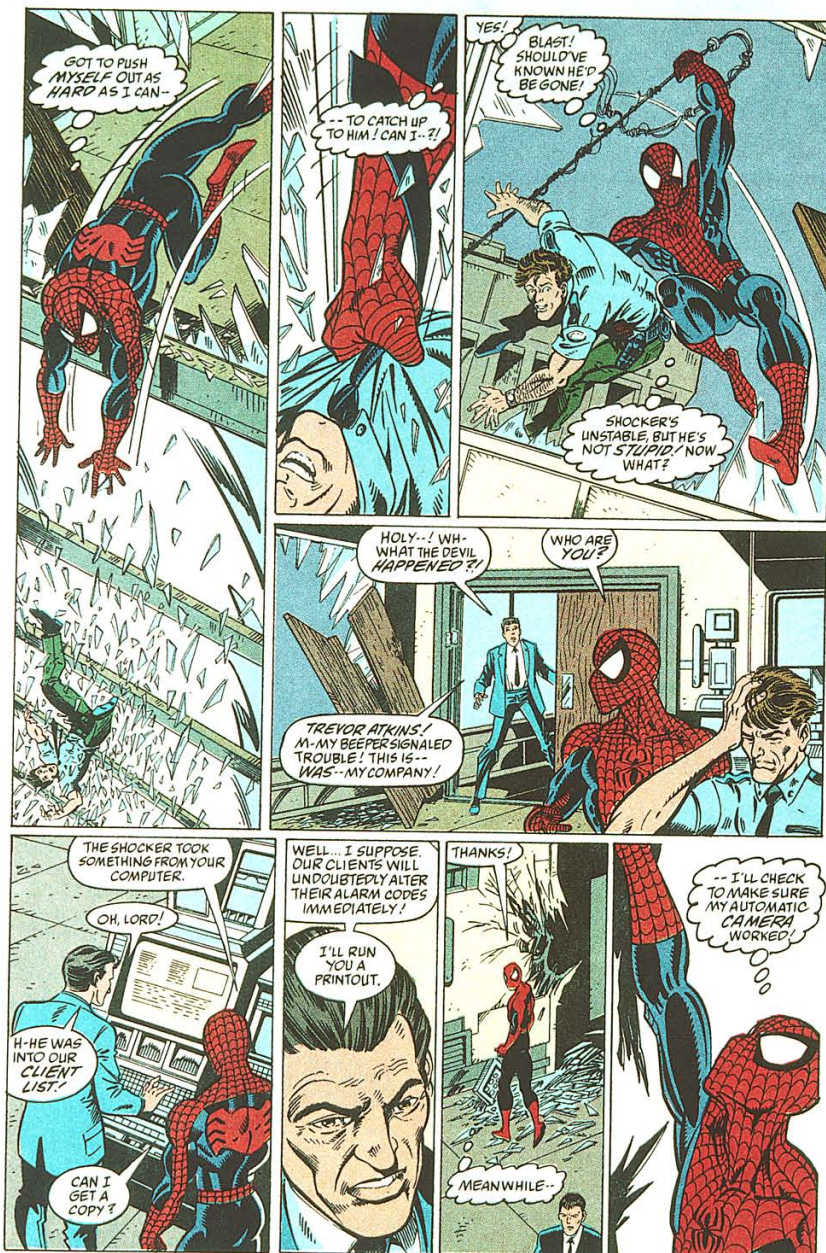


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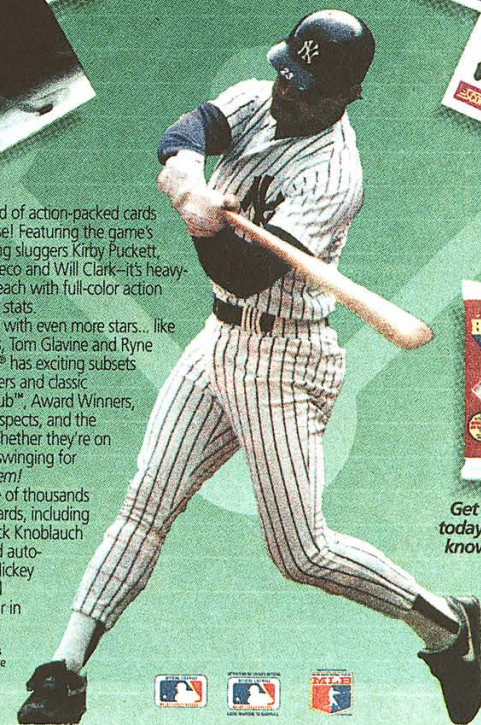


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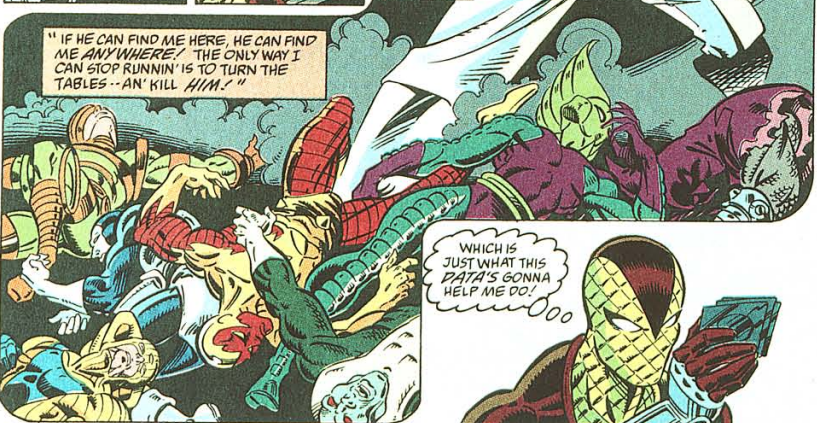
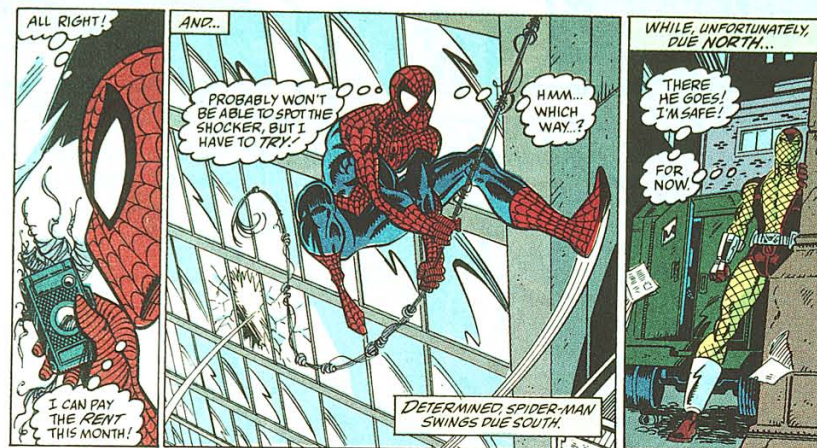
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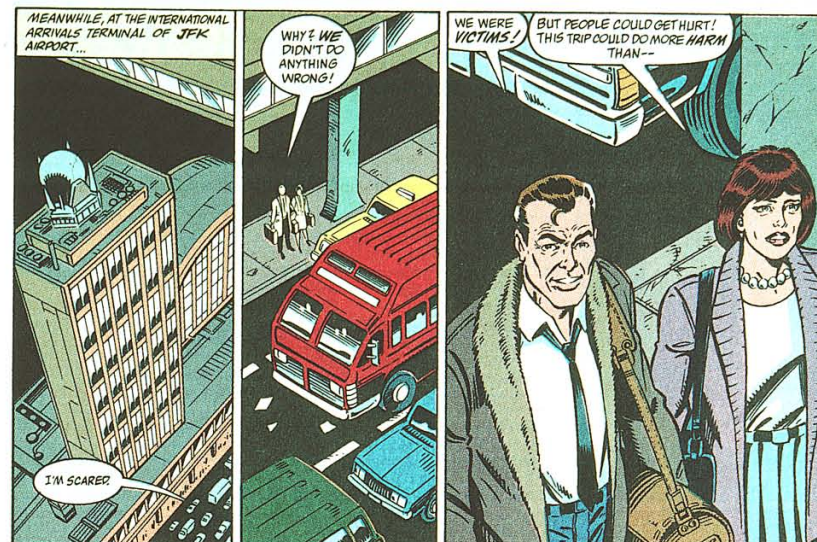


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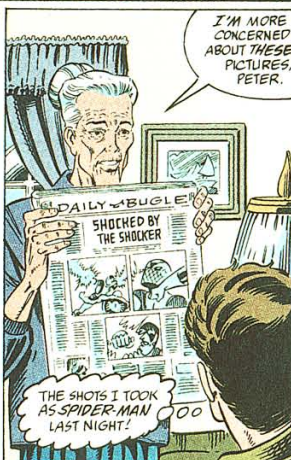
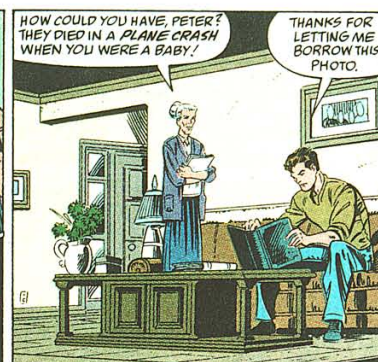
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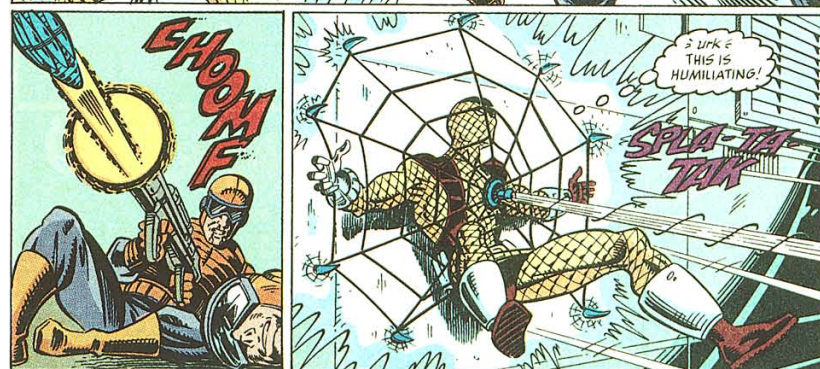
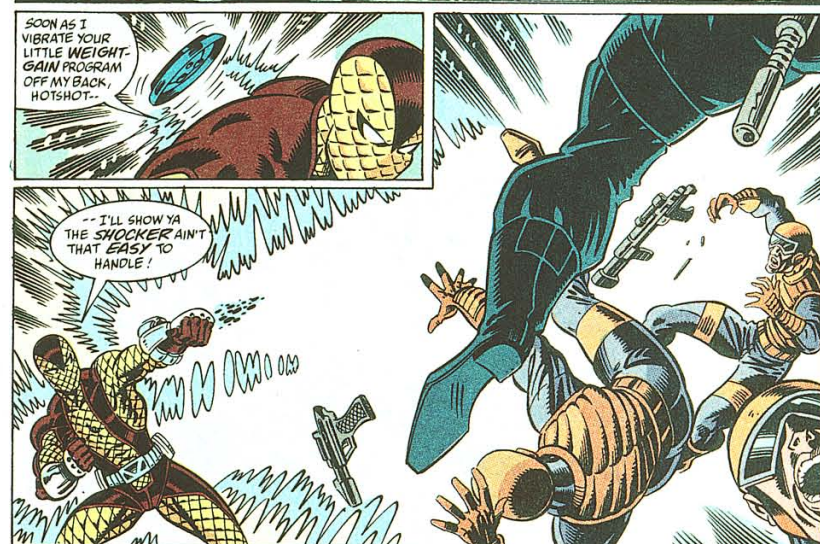
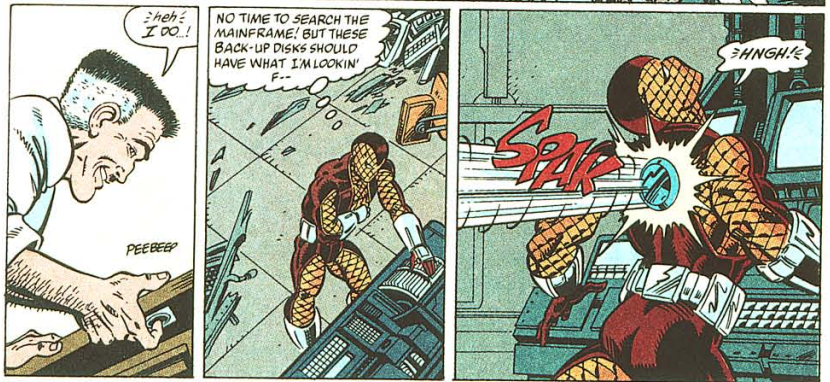
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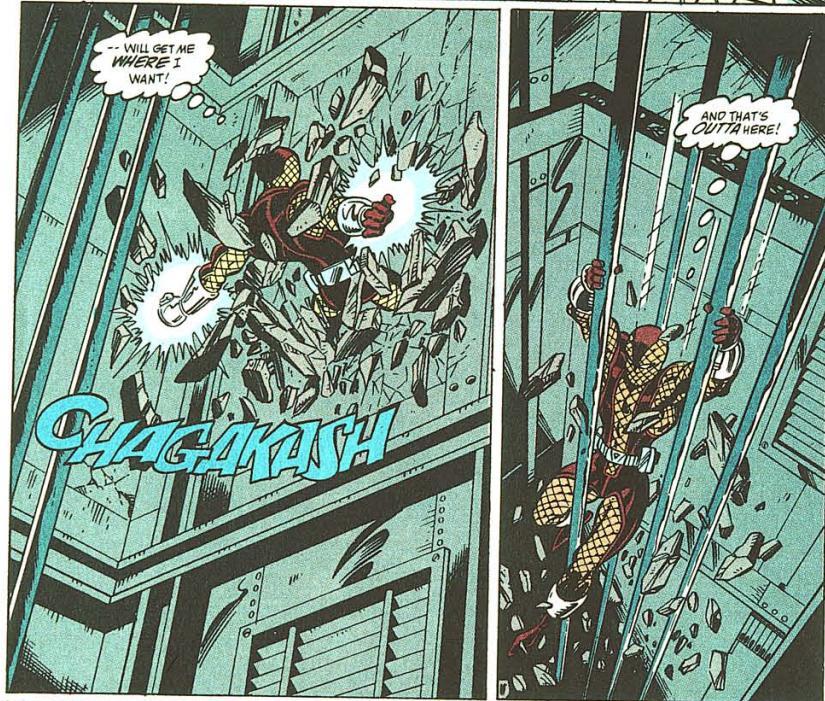
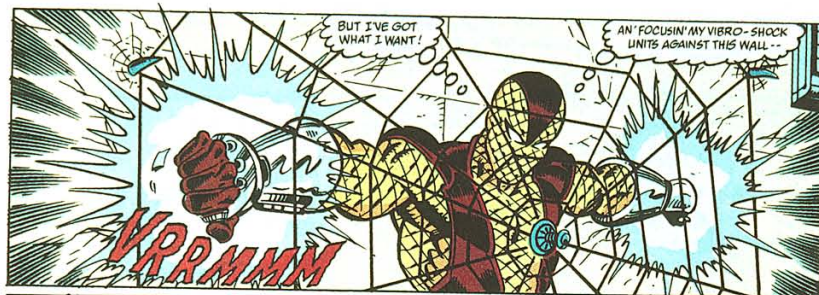
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YEARS?





16

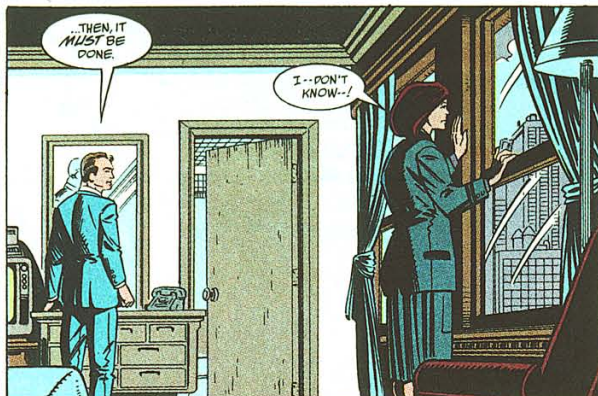


17

AK, BUT OTHER GAMES ARE IN PLAY THIS AFTERNOON AS WELL! FOR AT A MODEST MIDTOWN HOTEL...



I'LL GIVE YOU ONE MORE PAY. WE CAN PUT IT OFF UNTIL TOMORROW...



...THEN, IT MUST BE DONE.

I -- DON'T KNOW--!



¿ SIGH ¿ YOU KNOW IT HAS TO BE DONE.

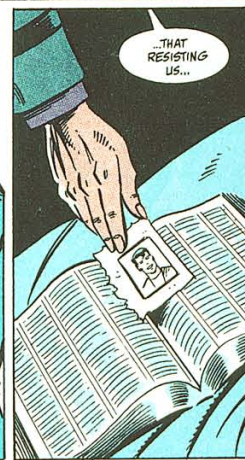
YES, YES, I UNDERSTAND!

BUT I'M SO TIRED, AND...



...WHAT IF THE BOY RESISTS?

THEN WE'LL MAKE HIM SEE...



...THAT RESISTING US...



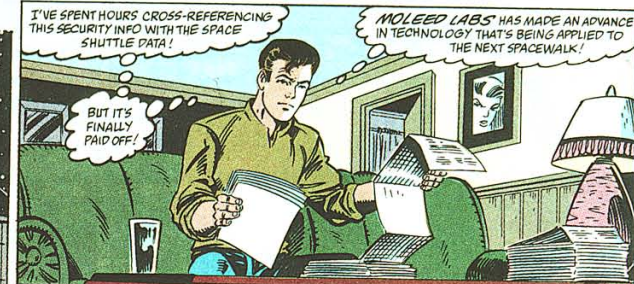
PARKER, LARRY 555-1445
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PARKER, LEWIS 555-2711
PARKER, MAVIS 555-6993
PARKER, MAX 555-4886
PARKER, MEL 555-9891
PARKER, MIDGE 555-1971

... WOULD BE THE WORST MISTAKE HE'S EVER MADE.



GOOD THING MARY JAMES'S DOING A MALL APPEARANCE TO PROMOTE HER SOAP OPERA.

I'D BE LOUSY COMPANY TONIGHT!



I'VE SPENT HOURS CROSS-REFERENCING THIS SECURITY INFO WITH THE SPACE SHUTTLE DATA!

BUT IT'S FINALLY PAID OFF!

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MOREOVER, MOLEED LABS IS RIGHT HERE ON THAT SECURITY FIRM'S LIST!



I'D BETTER GET DOWN THERE AND-- HNN?

KNOCK KNOCK

SURRRRR



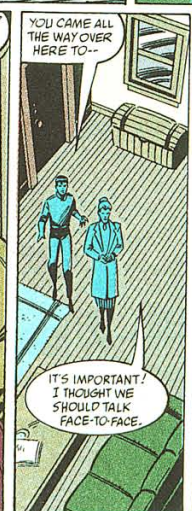
AUNT MAY! ER, WHAT A SURPRISE!

I WAS JUST WONDERING, PETER...



ABOUT LEAVING THE BUGLE? I HAVE A FRIEND WHO OWNS A BOOKSTORE.

I'M SURE SHE'D GIVE YOU A PART-TIME JOB!



YOU CAME ALL THE WAY OVER HERE TO--

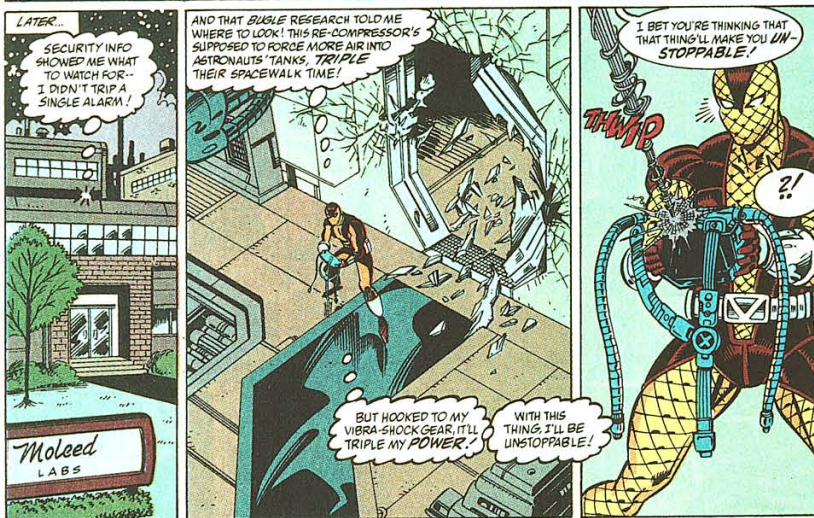
IT'S IMPORTANT! I THOUGHT WE SHOULD TALK FACE-TO-FACE.



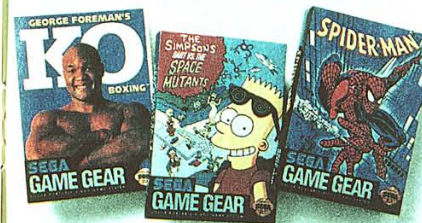
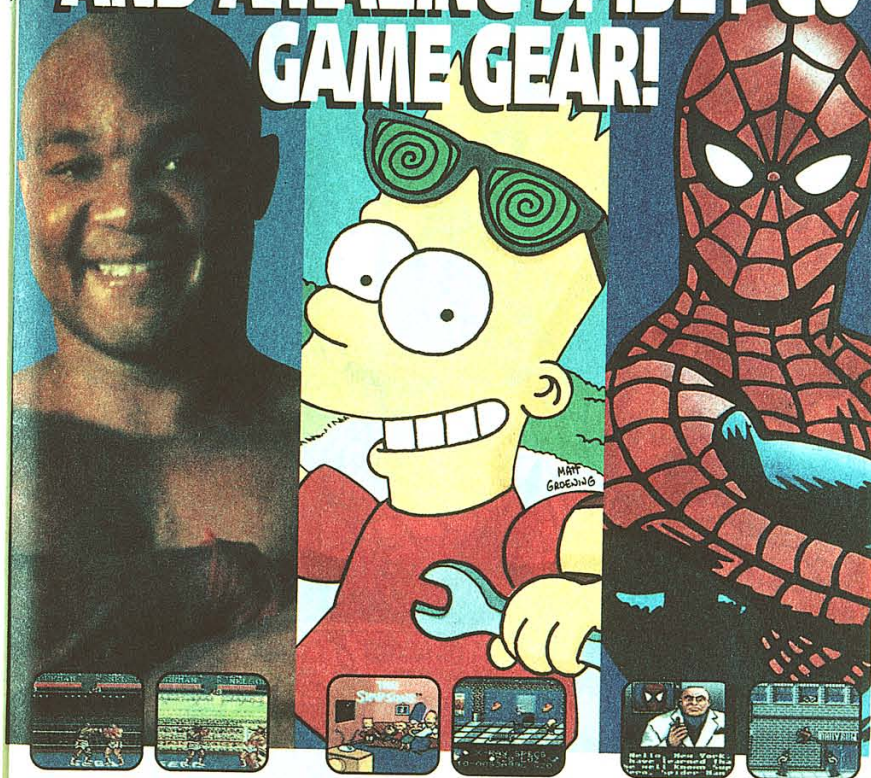
UH, OKAY, BUT I HAVE TO GO OUT NOW. CAN WE TALK WHEN I GET BACK?

PETER--!

THANKS!



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MARRIOTT
BLOOMINGTON
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200 STUART ST

14 DENVER!

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HOLIDAY INN
304 RT 22 WEST
4 MILES WEST OF G.S. PKWY

14 SACRAMENTO!

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OFF SCHUYLKILL EXP

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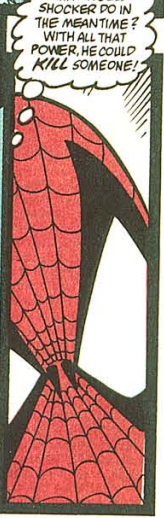
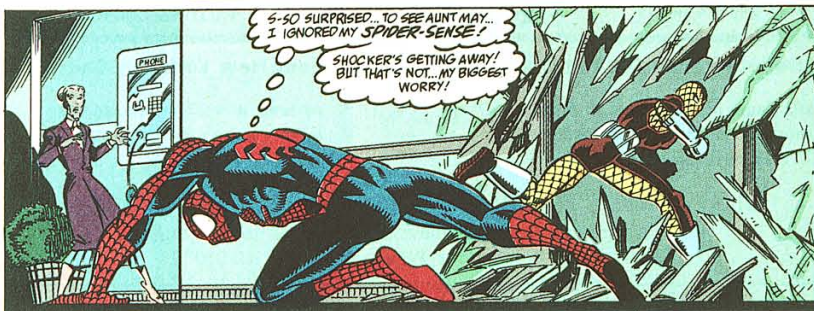
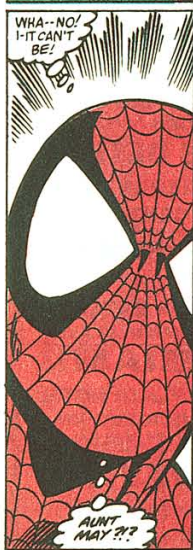
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STAN'S SOAPBOX

Hi, Heroes!

I've just been looking over a list of the new projects, titles, team-ups and series that our indefatigable editor-in-chief, Titanic Tom DeFalco, and his sagacious staff of editorpersons have been cooking up for you in their colorful little inglenooks here in the hallowed halls of Marvel.

Now this isn't gonna be a high-pressure, hard-sell puff piece describing all our fantastic new feature ideas; you'll be able to learn about them in the forthcoming WAM bulletins, as well as in future issues of MARVEL AGE and our usual batch of scintillating, self-laudatory ads and announcements in the months to come.

Instead, in these few paragraphs, which are among the most widely read in all of comicdom, I want to once again

express my boundless admiration — and the admiration of Marvel fans everywhere — for the brilliant creative output of the most hardworking staff in comics.

Just think about it. Virtually every issue that Tom's loyal legions produces is tantamount to a full-length feature film in plot, complexity and characterization. But, whereas the average movie takes at least a year (and usually much longer) from inception to completion, our celebrated sagas are produced at the unbelievable rate of a new one each and every month! And hey, we're not talking just one movie-length masterpiece each month, but nearly a hundred separate superhero titles within each thirty-day period! It doth fairly boggle the mind!

That's the reason for this heartfelt though woefully inadequate tribute to Marvel's creative geniuses wherever they may be. It's not because they're unappre-

ciated; they've won every award in the book! It's not because they twisted my arm; they have no idea I'm writing this! It's not because I have to; I can use this space to puff out about any subject under the sun! And it's not because I've never mentioned it before—I've extolled their brilliance many times over the past years.

No, the only reason I just had to write this column is because I admire and respect each and every one of these gifted Marvel madmen whose awesome creative output brings such reading pleasure to countless fans around the world. Although, "admire and respect" doesn't nearly say enough — I just plain love 'em all, and I've got a hunch that you do, too! Excelsior!

Stan

Stan Lee

There was all sorts of mayhem around the Bullpen this month as the whole Marvel gang was featured on MTV. The excitement started when MTV veejay Karyn Bryant showed up with a camera crew to tape some spots around the Bullpen. The spots aired one day in February, somewhere between "Club MTV" and "Yo, MTV Raps!" and featured such stalwarts as Bob Harris, Mark Gruenwald, and Dave (the Lettering Guy) Sharpe! Will this lead to future Marvel/MTV collaborations — "Club NFL Superpro," or "Yo, Darkhawk Raps?" Guess we'll just have to let the chips fall where they may.

One guy who was hollering "mayday" around the halls of Marvel was Epic Executive Editor Carl Potts, who recently launched a new epic with the birth of his son Justin Carl in January. Because Carl's baby was born under the Epic imprint, this means Carl and his wife Cathy retain complete ownership of the baby if it goes on to become a successful comic book series! (Contrary to rumor, Carl's baby wasn't born in the Mayo Clinic!)

One guy who didn't exactly come over on the Mayflower is Len Kaminski, who recently left staff to become regular scripter on IRON MAN, the all-new MICRONS: THE LIVING MAMMOTH series, and the long-awaited SLAPSTICK limited series. We've been promising SLAPSTICK for quite a while now, but this year, we'll get it out, come what may.

Taking Len's place as Ralph Macchio's assistant is Pat Garraty, who may or may not run for mayor some day. Replacing Pat as Glenn Herdling's assistant is Mike Lackey, the writer of the smash hit WCW WORLD CHAMPIONSHIP WRESTLING comic, who told us he no longer wants to be hit over the head with a steel chair by the WCW champ. Mike's new ambition in life is to actually be the one who gets to hit the champ over the head with the steel chair. WCW editor Mike Rockwitz said if Lackey keeps this up, he will personally whack Lackey over the head with a word processor, or desk, or whatever's handy.

That Mike Lackey may be wacky — but there were plenty of lunatics to be found at the annual Toy Fair which was held in New York the second week in February. There were tons and

MAY
COOLOMETERHERE'S WHAT THE BULLPEN WAS
BUZZING ABOUT IN FEBRUARY

- RALPHING
- CHARGE-PARTY VIOLATION
- THE NEW COMMONWEALTH OF INDEPENDENT STATES
- PARADIGM SHIFT
- SPIN DOCTORS
- DEMYSTIFICATION
- TECH NOIR
- CHARACTER GENERATORS
- INSTITUTIONAL MEMORY
- MYSTERY WINDS
- PAIR-BONDING
- FLORABUNDANCE
- US/JAPAN TRADE RELATIONS
- COUGH COWBOYS
- IDENTITY POLITICS
- PERCEIVED VALUE
- IMPERSONAL COMPUTERS
- NOT

tons o' new toys on display — this being the event where toy manufacturers run their new product lines up the maypole to see who salutes. The highlight of the toy fair for us, of course, was the party held one night for the Marvel elite to hobnob with retailers and manufacturers in the toy industry.

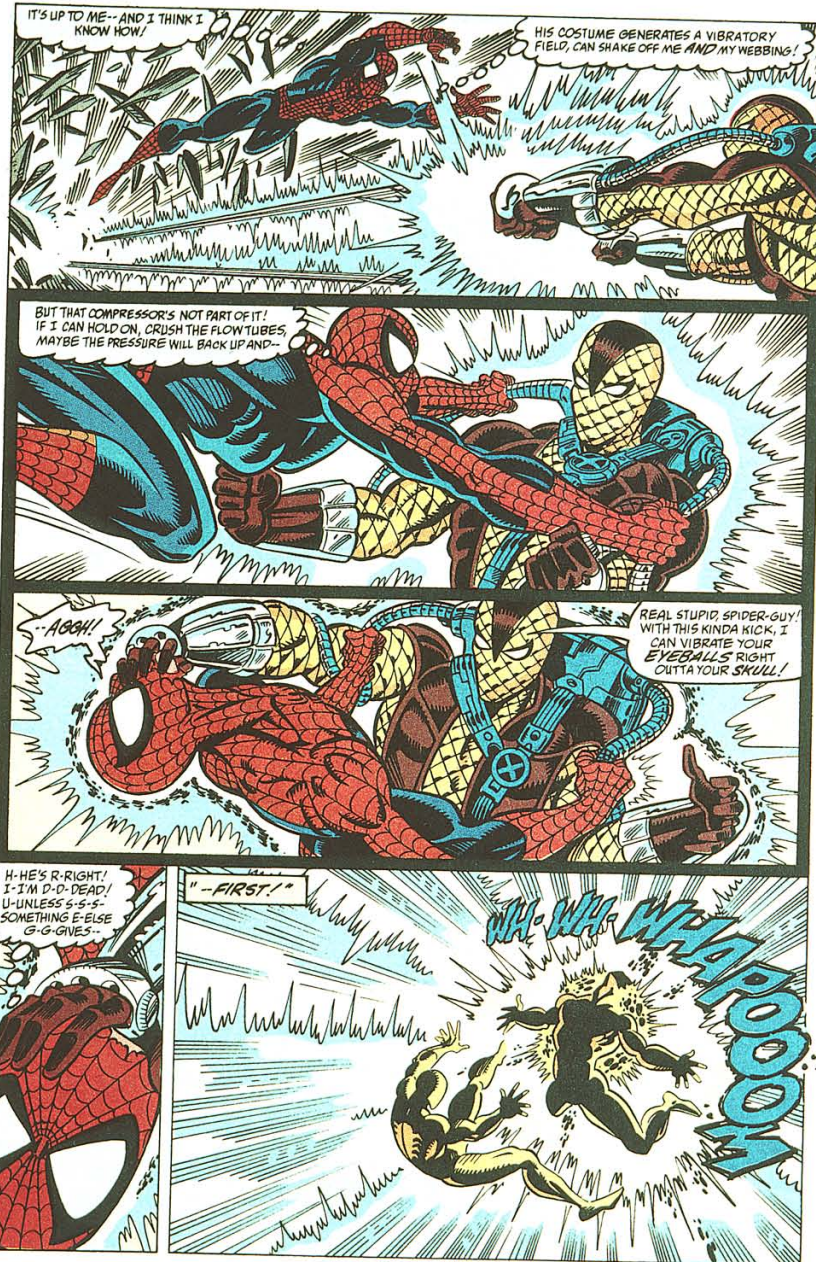
Terry Stewart and Stan Lee — no may-flies on these toys — were there to officially inaugurate the 30th anniversary celebration of Spider-Man. Spidey himself showed up to blow out the candles. A few of Spidey's friends and foes showed up, as well — among them, Captain America, Iron Man, Doctor Doom, and the Green Goblin. Some guys would do anything for a free meal!

Executives from Carolco Pictures were also present — that's the studio that's currently set to produce the Spider-Man live-action motion picture — but sadly, Spidey director James Cameron was unable to attend. Be that as it may, a splendid time was had by all.

The centerpiece of the Marvel party was The Danger Room, which was a special trap-filled room that had been set up to snare unsuspecting party-goers. The room was filled with smoke, and you all know how dangerous smoke is! You could choke on it! An over-weight Professor X on a viewmaster guided victims through the room, which offered opportunities to play the Spidey and Captain America arcade video games absolutely free! Talk about danger — patrons could have been trampled by overeager video enthusiasts. Thankfully, this did not occur. Other hazards: The Danger Room was very dark — people could have tripped and bumped their heads! Ninety percent of all Danger Room head injuries are caused by poor lighting! The showstopper was a ten-foot robot which stalked like a Sentinel with a few chips short of a full memory. Truly, all who entered were lucky to have made it out alive. After a harrowing experience like that, we all could have used a vacation down in Cape May!

Well, it looks like we may be out of room for this month. Or we may not. We may never know.

Next month: JUNE!
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SHOCKER'S BODY PROTECTED ME... FROM MOST OF THE CONCUSSION! BUT IT DID A REAL NUMBER... ON HIM!

GEE... WATCH ME SHED A TEAR...!

WHAT THE DEVIL ARE YOU DOING HERE?

PETER! YOU'RE ALL RIGHT! I WAS SO WORRIED!

I RAISED YOU LIKE A SON... I DON'T WANT TO LOSE YOU!

I CAN TAKE CARE OF MYSELF, AUNT MAY... REALLY!

I KNOW THIS SEEMS SUDDEN, BUT IT'S BEEN BUILDING FOR A LONG TIME!

IF YOU'LL JUST ACCEPT THAT, WE'LL BOTH BE BETTER OFF!

YES, OFFICER, BUT...

AUNT MAY!

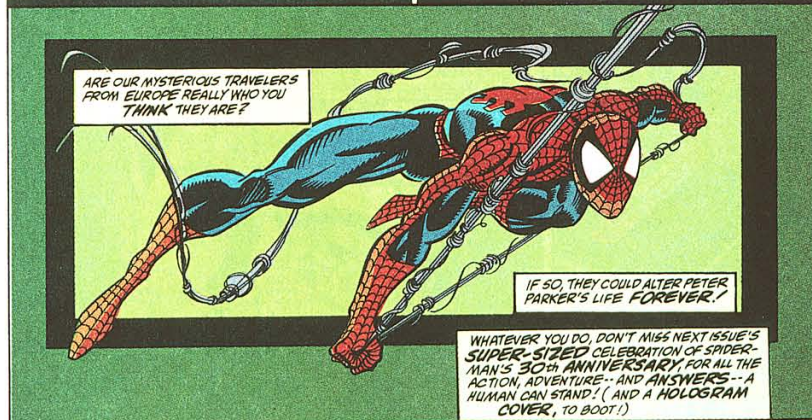
I... I GUESS I KNOW, PETER. IN MY HEART, I'VE BEEN AN OLD WORRYWART.

NO, YOU'VE BEEN THE PARENTS I NEVER HAD. I LOVE YOU, AUNT MAY.

AND NOTHING WILL EVER CHANGE THAT!

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THE SPIDER'S WEB

% MARVEL COMICS GROUP
387 Park Avenue South
New York, New York 10016

DANNY FINGEROTH
EDITOR
ERIC FEIN
ASSISTANT EDITOR

Attention correspondents: All letters considered for publication must include your name and address, though we will withhold that information upon request.

Hey Dan,
Well, Bud, I gotta hand it to you; "After Midnight" was one of the best Spidey stories I've read in quite a while. The visuals were nice, the story progressed at an acceptable rate, and there was plenty of all-out action to go around.
I just hope the Punisher is allowed to really cut loose next issue.

"Uncle Elvis" Orten
17650 Dawson Road
Dawson Springs, KY 42408

Dear Dudes at Marvel,
THE AMAZING SPIDER-MAN is one of my favorite comic books and issues #353-355 are the best yet. Night Thrasher, Darkhawk, Punisher and Spidey are my favorite characters and the artwork is totally awesome.

You've got to give credit to the Punisher. He has no super powers and he's fighting big, bad dudes like the Seekers.
So, till the Punisher gets cosmic powers, Make Mine Marvel!

Greg Price
24 Howes Crescent
Moncton, NB E1E 1S8

You're right, Greg, the Punisher has proven time and time again that in a world of super heroes, one ordinary man can still make a difference!

Dear Amazing Men,
I just got AMAZING SPIDER-MAN #355. I wonder who that nurse really is? I bet she's the Chameleon! The art was totally stunning! I can't wait to see what happens next. Hopefully, the Punisher will recover soon enough to help Spider-Man, Moon Knight and Night Thrasher in the next issue. I also really like it when you brought the Seekers in, too. You're really bringing everybody in! Maybe you could bring the Avengers or the Fantastic Four in somehow or other.

Peter Sudresman
628 Caribbean Way
Niceville, FL 32578

Sorry, Peter, but by now you know that our scintillating nurse was a cyborg, not the Chameleon. Although neither the Avengers nor the FF showed up, we hope you caught Spidey's recent appearance in the FANTASTIC FOUR and the FF's in SPIDER-MAN!

Dear Marvel guys,
I am writing to tell you how much I have enjoyed AMAZING SPIDER-MAN #351-356. I am a big fan of Erik Larsen, but Mark Bagley's art was a nice change. I give two thumbs up! In the issues I mentioned, I liked the special guests such as the Punisher, Darkhawk, Moon Knight, Nova, Night Thrasher, and even a cameo by Captain America! I also loved the plot. Keep the action coming!

Nicholas Sipe
Rt. 1 Box 597
Maiden, NC 28650

Oh, we've got plenty of action headed your way, Nicholas. Just check out our "Next Issue" box in the lower right corner of this page!

Dear Spider-People,
I just finished reading THE AMAZING SPIDER-MAN #358 and I loved it! I especially liked how you got rid of the cyborgs (Midnight and Lynn). The only thing I didn't like was the way T-Ball surrendered in the end. I will be sorry to see Al M. go, but I'm glad that David Michelinie is back.

The real reason I'm writing is to ask if I will be seeing any more of the Secret Empire. I mean, the way Midnight trashed them in ASM #357, I wonder how they'll recover! I also want to know if Spidey will team up with any of these characters anytime soon. Well, until next time, keep up the good work.

Chris Nadine
(address withheld by request)

Well, Chris, Spidey will be teaming up with all of the New Warriors in this summer's annals! Is that soon enough for you?

Dear Spider-Men,
"Round Robin: The Sidekick's Revenge" series was great! After I read issue #358, I found out that you were thinking of changing Spidey's costume to red and black. I think this is a great idea! If you look in issue #357, on page 23, his costume appears as red and black. I think this is a lot neater than red and blue. Most spiders are black, so it would look a lot more realistic, like he was 100% spider. I also think you should have Midnight and Lynn Church come back. Midnight even more set on revenge.

Chris Draime
11370 Meadowcrest SW
Massillon, OH 44647

If you like variation on the web-slinger's costume, Chris, wait till you get a load of SPIDER-MAN 2099, debuting later this year! (Keep your eyes peeled for more information!)

Dear Web-Heads,
I must say THE AMAZING SPIDER-MAN #358 is one of the best written, drawn and made issues I have ever read! Besides Milgrom's great drawing and inking abilities, he also writes! I like the way he uses the exciting and fast-moving action while adding touches of humor into the mag. The gatefold cover was a nice touch. Bagley is one of my favorite pencilers — almost everything he draws is perfection!

I especially liked the part when Sonic was frozen and the Punisher knocked off his entire suit and kayoed him. Even the part when Lynn took off her mask and Midnight found out the truth about her was fun. Oh yeah, I forgot to ask you something: will Spidey, Darkhawk, Moon Knight, Night Thrasher, Punisher and Nova team up in the future? And is Milgrom going to write any more for the AMAZING SPIDER-MAN? (Say yes!) I hope so. I read in ASM #358 that he was going.

David Hsia
94 59th Ave.
Elmhurst, NY 11373

Like you mentioned, David, Al's artistic schedule doesn't allow him to do as much writing as we'd like to see. It's a Catch-22: the more writing he does, the less art we

get to enjoy from him, and the more penciling and inking he does, the less we get to experience his thrilling plots! See, it's not easy being gifted!

Dear Spider-Dudes,
I decided to wait until the last issue of the "Round Robin" saga to respond to it. Now that I hold the last issue in my hands, I have only one thing to say — brilliance!

However, I think the cover to AMAZING SPIDER-MAN #355 says it all: "Hey, whose mag is this, anyway?" I realize the Punisher was involved in the Secret Empire storyline in MOON KNIGHT, but his appearance here seems too contrived, as though his only reason to appear was to attract more readers. Come on, guys! Spider-Man doesn't need so-called popular characters to attract readers. The webbed wonder can carry an audience all by his lonesome! Let's face it, the Punisher doesn't fit in with these super heroes. I was so glad when he was the first one taken out — it added a touch of realism. But then you had to bring him back again in the next issue. Aaargh!

The other characters, unbelievable as it may seem, all have a reason for being involved. I think it's a good idea to give newer characters like Darkhawk and Night Thrasher a spotlight in ASM to introduce them to readers who may be unfamiliar with them. But the Punisher doesn't need this exposure. Keep him in his own three titles.

As for the story in general, I really liked Al Milgrom's action-packed pace. He should do a lot more writing for Marvel. Is there any chance we could see Al's inks over Mark Bagley? Not that there's anything wrong with Randy Emberlin's masterful technique, it's just that I've always been a fan of Al's embellishing touches!

Mark Bagley is going to make a name for himself on this title. But why is it that when a new artist takes over ASM, he always has to mess with Spidey's eyes. I actually enjoyed McFarlane's big-eyed web-slinger, and I could live with Larsen's squinting/blinking version, but Mark has added his own touch making it look as though the wall-crawler has nostrils! Please, please, please get rid of the nostrils (though they might come in handy the next time Peter gets a cold!).

Finally, I liked the idea of a gatefold cover on the concluding issue, but please tell Bagley to put more backgrounds in his covers, especially one as special as this. I've noticed that he's not very strong on backgrounds for his NEWWARRIORS covers either. Mark draws a fantastic Spidey, but what's Spider-Man without a realistic backdrop of New York City?!

Charlie Weiser
332 Ocean Ave.
Sea Bright, NJ 07760

Thanks for your comments, Charlie! We'll pass along your suggestions to the appropriate people.

NEXT ISSUE: AMAZING SPIDER-MAN #365, 30th Anniversary Issue. Super-sized. Hologram cover. The Lizard. A shocking surprise. Special features. Merely the comic event of the century. Get the picture? Get the mag.

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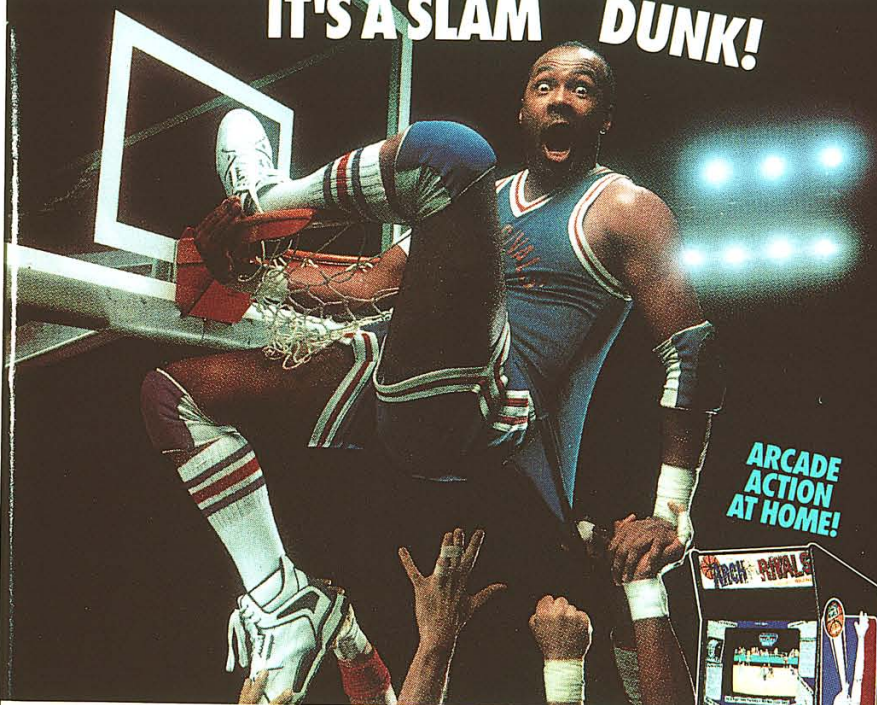
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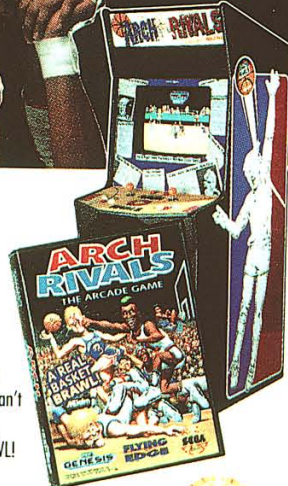


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